

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re : Chapter 11 Case No.
: :
MOTORS LIQUIDATION COMPANY, et al. : 09-50026 (REG)
f/k/a **General Motors Corp., et al.** :
: :
Debtors. : (Jointly Administered)
: :
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ORDER GRANTING THE 251st OMNIBUS OBJECTION TO CLAIMS
(No Liability Claims)

Upon the 251st omnibus objection to expunge certain claims, dated September 23, 2011 (the “**251st Omnibus Objection to Claims**”), of the Motors Liquidation Company GUC Trust (the “**GUC Trust**”), formed by the above-captioned debtors (collectively, the “**Debtors**”) in connection with the Debtors’ Second Amended Joint Chapter 11 Plan, dated March 18, 2011 (as may be amended, supplemented, or modified from time to time, the “**Plan**”), pursuant to section 502(b) of title 11, United States Code (the “**Bankruptcy Code**”), Rule 3007(d) of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), and this Court’s order approving procedures for the filing of omnibus objections to proofs of claim filed in these chapter 11 cases (the “**Procedures Order**”) (ECF No. 4180), seeking entry of an order disallowing and expunging the No Liability Claims¹ on the grounds that such claims seek recovery of amounts for which the Debtors are not liable, as more fully described in the 251st Omnibus Objection to Claims; and due and proper notice of the 251st Omnibus Objection to Claims having been provided, and it appearing that no other or further notice need be provided;

¹ Capitalized terms used but not defined herein shall have the respective meanings ascribed to them in the 251st Omnibus Objection to Claims.

and the Court having found and determined that the relief sought in the 251st Omnibus Objection to Claims is in the best interests of the Debtors, their estates, creditors, and all parties in interest and that the legal and factual bases set forth in the 251st Omnibus Objection to Claims establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor, it is

ORDERED that the relief requested in the 251st Omnibus Objection to Claims is granted to the extent provided herein; and it is further

ORDERED that, pursuant to section 502(b) of the Bankruptcy Code, the claims listed on **Exhibit “A”** annexed hereto are disallowed and expunged; and it is further

ORDERED that Claim No. 29261 listed on **Exhibit “B”** annexed hereto (together with **Exhibit “A,” the “Order Exhibits”**) is reclassified as equity under the Plan and disallowed and expunged; and it is further

ORDERED that Claim Nos. 29522 and 64371 listed on **Exhibit “B”** annexed hereto are disallowed and expunged; and it is further

ORDERED that this Order has no res judicata, estoppel, or other effect on the validity, allowance, or disallowance of, and all rights to object on any basis are expressly reserved with respect to any claim listed on **Exhibits “A” and “B”** annexed to the 251st Omnibus Objection to Claims that is not listed on the Order Exhibits annexed hereto; and it is further

ORDERED that this Court shall retain jurisdiction to hear and determine all matters arising from or related to this Order.

Dated: New York, New York

October 31, 2011

s/ Robert E. Gerber

United States Bankruptcy Judge